

ALVORD AND ALVORD

ATTORNEYS AT LAW

1600 K STREET, NW

SUITE 200

WASHINGTON, DC

20006-2973

(202) 393-2266

FAX (202) 393-2156

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

August 22, 2000

RECORDATION NO. 17244-D FILED

AUG 23 '00 11-52 AM

TS
SURFACE TRANSPORTATION BOARD

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are five (5) copies of an Amendment to Memorandum of Loading Agreement Rider No. 6, dated August 1, 2000, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Loading Agreement which was previously filed with the Commission under Recordation Number 17244.

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Leasing Corporation
One Centerpointe Drive Suite 200
Lake Oswego, Oregon 97035

Lessee: The Kansas City Southern
Railway Company
114 West 11th Street
Kansas City, MO 64145-1804

A description of the railroad equipment covered by the enclosed documents is:

282 boxcars KCS 60000 - KCS 60283 (excluding 60004 and 60143)

Mr. Vernon A. Williams
August 22, 2000
Page Two

A short summary of the document to appear in the index follows:

Amendment to Memorandum of Loading Agreement between Greenbrier Leasing Corporation, Lessor, and The Kansas City Southern Railway Company, Lessee, correcting the number, reporting marks and road numbers of railcars subject to the Agreement and covering 282 boxcars KCS 60000 - KCS 60283 (excluding 60004 and 60143).

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in cursive script that reads "Robert W. Alvord" followed by a small "RWA" monogram.

Robert W. Alvord

RWA/ar
Enclosures

RECORDATION NO. 17244-D FILED

AUG 23 '00 11-52 AM

SURFACE TRANSPORTATION BOARD

**AMENDMENT DATED AUGUST 1, 2000 TO
MEMORANDUM OF LOADING AGREEMENT FOR RIDER NO. 6
DATED MARCH 1, 2000
BETWEEN
GREENBRIER LEASING CORPORATION ("LESSOR")
AND
THE KANSAS CITY SOUTHERN RAILWAY COMPANY ("LESSEE")
DATED AS OF OCTOBER 1, 1990**

This MEMORANDUM OF LOADING AGREEMENT is made and entered into effective August 1, 2000, by and between Greenbrier Leasing Corporation, a Delaware corporation ("Lessor") and The Kansas City Southern Railway Company ("Lessee").

WHEREAS, Lessor and Lessee entered into the Lease Memorandum describing the lease by Lessor to Lessee pursuant to Rider No. 6 (the "Rider") to the Loading Agreement, of two hundred eighty-four (284) 50-foot, 70-ton Plate C boxcars marked and numbered KCS 60000 through KCS 60283, inclusive; and

WHEREAS, the parties have entered into an Amendment to the Rider dated August 1, 2000; and

WHEREAS, Lessor and Lessee wish to amend the Lease Memorandum to reflect a change in the number of railcars subject to the Rider, and to reflect the correct marks and numbers for the leased railcars;

NOW THEREFORE, Lessor and Lessee hereby amend the Lease Memorandum, retroactive to March 1, 2000 as follows:

1. The boxcars subject to the Rider shall be as follows:

Two hundred eighty-two (282) 50-foot, 70-ton Plate C boxcars marked and numbered KCS 60000 through KCS 60003, inclusive, KCS 60005 through KCS 60142, inclusive, KCS 60144 through KCS 60283, inclusive.

2. All other terms and conditions of the Lease Memorandum not specifically amended hereby shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date first above written.

LESSOR:

LESSEE:

GREENBRIER LEASING CORPORATION

THE KANSAS CITY SOUTHERN RAILWAY
COMPANY

BY: Norriss M. Webb

BY: Steven L. Hefley

NAME: Norriss M. Webb

NAME: Steven L. Hefley

TITLE: Executive Vice President

TITLE: Chief Transportation Officer Network

DATE: 8/18/00

DATE: 8-15-00

RECORDATION NO. 17244-D FILED

AUG 23 '00 11:52 AM

SURFACE TRANSPORTATION BOARD

Approved as to form
R.P. By [Signature]

